



**GE Transportation  
Systems**

Transportation Systems Marketing and Sales  
General Electric Company  
2901 East Lake Road, Erie, PA 16531

July 14, 1992

RECORDATION # 17863 A FILED 1425

**VIA FEDERAL EXPRESS**

JUL 15 1992 -2 35 PM

INTERSTATE COMMERCE COMMISSION

2-197A025

Ms. Mildred Lee  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Room 2302  
Washington, D.C. 20423

**Subject: Recordation of Memorandum of  
Lease**

Dear Ms. Lee:

Enclosed for recordation, under the provisions of 49 U.S.C. §11303 and the regulations thereunder, is an original and one copy/counterpart of a Memorandum of Lease Agreement, dated as of July 6, 1992, between General Electric Company ("Lessor") and Southern Pacific Transportation Company ("Lessee"), a secondary document. The primary document to which this relates is recorded under ICC Recordation Number 17863.

The names and addresses of the parties to the enclosed Locomotive Lease Agreement are as follows:

**LESSOR:** General Electric Company  
2901 East Lake Road  
Erie, Pennsylvania 16531

**LESSEE:** CSX Transportation Inc.  
500 Water Street  
Jacksonville, Fla. 32202

A general description of the locomotive(s) covered by the enclosed documents is attached hereto as Schedule I. Also enclosed is a remittance in the amount of \$16.00 for the required recording fee.

Following recordation, please return one original of the enclosed document, together with any extra copies not needed by the Commission for recordation, to Michael J. Baughman, General Electric Company, 2901 East Lake Road, Building 14-5, Erie, Pennsylvania 16531.

A short summary of the document to appear in the index follows:

SECONDARY DOCUMENT

Memorandum of Lease, dated as of July 6, 1992, between General Electric Company ("Lessor") and CSX Transportation Inc. ("Lessee"), relating to 10 General Electric Diesel Electric Locomotives, bearing Road Nos. 8017, 8035, 8096, 8127, 8128, 8139, 8142, 8143, 8144, 8152.

Respectfully submitted,



Dennis C. Taylor  
Manager, Locomotive Leasing

Enclosures

JUL 15 1992 -2 35 PM

INTERSTATE COMMERCE COMMISSION

**MEMORANDUM OF LEASE**

On the 6th day of July, 1992, General Electric Company, a New York corporation acting through its Transportation Systems Business Operations with offices at 2901 East Lake Road, Erie, Pennsylvania 16531 ("Lessor"), and CSX Transportation, Inc., a Virginia corporation with offices at 500 Water Street, Jacksonville, Florida 32202 ("Lessee"), entered into Locomotive Lease Schedule Number CSX 92-1, by which the General Electric Diesel Electric Locomotives described below were leased from Lessor to Lessee. Such Locomotive Lease Schedule incorporates all of the terms and conditions of that certain Master Locomotive Lease Agreement dated September 9, 1991, between Lessor and Lessee, a Memorandum of which was duly filed with the Interstate Commerce Commission.

**Locomotive Lease Schedule Number CSX 92-1**  
**Road Number                      Model**

8017	C30-7
8035	C30-7
8096	C30-7
8127	C30-7
8128	C30-7
8139	C30-7
8142	C30-7
8143	C30-7
8144	C30-7
8152	C30-7

**GENERAL ELECTRIC COMPANY**By Dennis C. TaylorDennis C. Taylor, Manager -  
Locomotive Leasing**CSX TRANSPORTATION Inc.**By John W. BassoName John W. BassoTitle VICE PRESIDENT

Commonwealth of Pennsylvania }

County of Erie }

On this, the 6th day of July, 1992 before me, the undersigned officer, personally appeared Dennis C. Taylor, who acknowledged himself to be the Manager, Locomotive Leasing of General Electric Company, a corporation, and that he as Manager, Locomotive Leasing, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as Manager, Locomotive Leasing.

In witness whereof, I hereunto set my hand and official seal.

Notarial Seal  
Michael J. Baughman, Notary Public  
Erie, Erie County  
My Commission Expires Aug. 1, 1994

My commission expires

Michael J. Baughman  
Notary Public

State of Florida }

County of Duval }

X On this, the 8 day of July, 1992, before me, the undersigned officer, personally appeared John W. Basso, who acknowledged himself to be the VICE PRESIDENT of CSX Transportation Inc., a corporation, and that he as VICE PRESIDENT, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as VICE PRESIDENT.

In witness whereof, I hereunto set my hand and official seal.

Mark A. Hart  
Notary Public

NOTARY PUBLIC, STATE OF FLORIDA.  
My commission expires: MY COMMISSION EXPIRES: Oct 6, 1995.  
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

## **SCHEDULE I**

### **Description of Locomotive(s)**

<b><u>Type of Equipment</u></b>	<b><u>Number of Units</u></b>	<b><u>Road Number(s)</u></b>
General Electric	10	8017
Diesel Electric		8035
Locomotives		8096
		8127
		8128
		8139
		8142
		8143
		8144
		8152